

ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE

For the period ended December 31, 2019

Index Fund

NBI U.S. Equity Index Fund

Notes on forward-looking statements

This report may contain forward-looking statements concerning the Fund, its future performance, its strategies or prospects or about future events or circumstances. Such forward-looking statements include, among others, statements with respect to our beliefs, plans, expectations, estimates and intentions. The use of the expressions "foresee", "intend", "anticipate", "estimate", "assume", "believe" and "expect" and other similar terms and expressions indicate forward-looking statements.

By their very nature, forward-looking statements imply the use of assumptions and necessarily involve inherent risks and uncertainties. Consequently, there is a significant risk that the explicit or implicit forecasts contained in these forward-looking statements might not materialize or that they may not prove to be accurate in the future. A number of factors could cause future results, conditions or events to differ materially from the objectives, expectations, estimates or intentions expressed in such forward-looking statements. Such differences might be caused by several factors, including changes in Canadian and worldwide economic and financial conditions (in particular interest and exchange rates and the prices of other financial instruments), market trends, new regulatory provisions, competition, changes in technology and the potential impact of conflicts and other international events.

The foregoing list of factors is not exhaustive. Before making any investment decision, investors and others relying on our forward-looking statements should carefully consider the foregoing factors and other factors. We caution readers not to rely unduly on these forward-looking statements. We assume no obligation to update forward-looking statements in the light of new information, future events or other circumstances unless applicable legislation so provides.

This annual management report of fund performance contains financial highlights, but does not contain the complete annual financial statements of the investment fund. You can get a copy of the annual financial statements at your request, and at no cost, by calling 1-888-270-3941 or 514-871-2082, by writing to us at National Bank Investments Advisory Service, 500, Place d'Armes, 12th floor, Montreal, Quebec, H2Y 2W3, by visiting our website at www.nbinvestments.ca, by visiting SEDAR's website at www.sedar.com, or by contacting your advisor. You may also contact us using one of these methods to request a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

Management Discussion of Fund Performance

Investment Objective and Strategies

The NBI U.S. Equity Index Fund's investment objective is to ensure long-term capital growth by replicating the performance of the Morningstar® U.S. Large-Mid Index, an index of shares of the largest U.S. companies in terms of market capitalization.

The portfolio manager follows a passive investment strategy designed to replicate the performance of the Morningstar® U.S. Large-Mid Index.

Risks

The global investment risk of the Fund remains as described in the simplified prospectus or any amendments thereto and Fund Facts.

Results of Operations

For the twelve-month period ended December 31, 2019, the NBI U.S. Equity Index Fund's Series O units returned 24.64% compared to 31.61% for the Fund's benchmark, the Morningstar® U.S. Large-Mid Index™. Unlike the benchmark, the Fund's performance is calculated after fees and expenses.

The Fund's net asset value dropped by 13.12% over the period, from \$941.01 million as at December 31, 2018 to \$817.58 million as at December 31, 2019.

The decline stemmed mainly from net redemptions by unitholders of the Fund, from withdrawals in the Fund by other NBI Funds and market fluctuations.

The trade war involving the two biggest economies in the world continued to impact the market this year. The uncertainty that was brought about by the U.S. and China going head to head in a tit for tat trade war was a main driver of the volatility in all financial markets. During the dispute, the two sides set the pace in the market by imposing tariffs and retaliating against each other. In December, they finally agreed on the terms of the phase one deal that reduces some U.S. tariffs on Chinese goods in exchange for Chinese purchases of American farm, energy and manufactured goods and better protection for U.S. intellectual property. The day after Christmas, the three major U.S. indices hit record highs on raised hopes that a trade deal was in line to be signed in January. "The deal is done, it's just being translated now", President Trump said, to traders' delight.

Encouraged by three U.S. Federal Reserve rate cuts and a strong domestic economy, 2019 was a strong year for the U.S. equity market. All sectors performed well, with the largest laggard being the Energy sector. Meanwhile, the Information Technology and Telecommunications Services sectors were the biggest contributors this year.

The S&P 500 Index reached several all-time highs during the year, the last of which was on December 27th, boosted by growing optimism over an initial U.S.-China trade deal.

Given this context, the Fund underperformed its benchmark. This Fund seeks to track the performance of its benchmark through investments in its constituents. The discrepancy between the Fund's return and its benchmark is primarily due to tracking errors.

Recent Developments

The global economy could find its footing and reaccelerate in a synchronous manner. The U.S. could lead the global charge as consumption remains the main driver of growth, though it could moderate due to limited spare capacity in these later stages of the cycle. Healthy demand and receding North American trade tensions could buoy the Canadian economy and help to facilitate the rotation towards exports and business investment.

Looking abroad, transitory factors that were exacerbated by trade tensions could dissipate and both the European and Japanese economies could recalibrate. The Chinese economy could stabilize thanks to numerous monetary and fiscal stimulus measures, thereby enhancing the global outlook.

This environment of moderate growth could keep inflation stable, which could allow the major central banks to maintain stimulative policies. These measures could nurture growth and extend the economic cycle. This backdrop could bode well for equities and commodities at the expense of fixed income and the U.S. dollar.

On April 30, 2019, the Fund's independent review committee (the "IRC") was reduced to three members when André Godbout resigned as an IRC member. On May 22, 2019, the Fund's IRC was increased to five members when Norman Turnbull and Robert Martin were appointed as IRC members.

Related Party Transactions

National Bank of Canada ("the Bank") and its affiliated companies' roles and responsibilities related to the Fund are as follows:

Trustee, Custodian, and Registrar

Natcan Trust Company ("NTC"), a direct or indirect wholly-owned subsidiary of the Bank, is the Fund's trustee. In this capacity, it is the legal owner of the Fund's investments.

NTC acts as registrar for the Fund's securities and the names of securityholders. NTC also acts as the Fund's custodian. The fees for NTC's custodial services are based on the standard rates in effect at NTC.

Agent for securities lending transactions

NTC acts as the agent for securities lending transactions acts on behalf of the Fund in administering securities lending transactions entered into by the Fund. NTC is an affiliate of the Manager.

Fund Manager

The Fund is managed by National Bank Investments Inc. ("NBII"), which is a wholly-owned subsidiary of the Bank. Therefore, NBII provides or ensures the provision of all general management and administrative services required by the Fund's current operations, including investment consulting, the arrangement of brokerage contracts for the purchase and sale of the investment portfolio, bookkeeping and other administrative services required by the Fund.

The Manager pays the operating expenses of the Fund other than its "Fund costs" (defined below) (the "variable operating expenses"), in exchange for the Fund's payment to the Manager of annual fixed-rate administration fees with respect to each series of the Fund.

The administration fees are equal to a specified percentage of the net asset value of each series of the Fund, calculated and paid in the same manner as the Fund's management fees. The variable operating expenses payable by the Manager include, but are not limited to: transfer agency and recordkeeping costs; custodial costs; accounting and valuation fees; audit fees and legal fees; costs of preparing and distributing financial reports, simplified prospectuses, annual information forms, Fund Facts, continuous disclosure material and other securityholder communications; and costs of trustee services relating to registered tax plans, as applicable.

In addition to administration fees, the Fund shall also pay certain Fund costs, namely: taxes (including, but not limited to, GST/HST and income taxes); costs of compliance with any changes to existing governmental or regulatory requirements introduced after August 1, 2013; costs of compliance with any new governmental or regulatory requirements, including any new fees introduced after August 1, 2013; interest and borrowing costs; costs related to external services that were not commonly charged in the Canadian mutual fund industry as at August 1, 2013; Independent Review Committee costs, including compensation paid to IRC members, travel expenses, insurance premiums and costs associated with their continuing education; and variable operating expenses incurred outside of the normal course of business of the Fund.

The Manager may, from time to time and at its sole discretion, decide to absorb a portion of a series' management fees, administration fees or Fund costs.

As described under the heading *Management Fees*, the Fund pays annual management fees to NBII as consideration for its services.

Portfolio Manager

The Manager has appointed National Bank Trust Inc. ("NBT"), an indirect wholly-owned subsidiary of the Bank, as the portfolio manager for the Fund. A flat fee is payable annually to NBT for its management services.

Distribution and Dealer Compensation

NBII acts as principal distributor for the Fund. In this capacity, NBII buys, sells and swaps securities through Bank branches and the National Bank Investments Advisory Service in Canadian provinces and territories, and through external registered representatives. Fund securities are also offered by National Bank Financial Inc. (including its division National Bank Direct Brokerage), CABN Investments (a division of NBII) and other affiliated entities. Brokers may receive, depending on the distributed series, a monthly commission representing a percentage of the average daily value of the securities held by their clients.

Brokerage Fees

The Fund may pay broker's commissions at market rates to a corporation affiliated with NBII. The brokerage fees paid by the Fund for the period are as follows:

	Period ended December 31, 2019
Total brokerage fees	44,114.65
Brokerage fees paid to National Bank Financial	44,114.65

Holdings

As at December 31, 2019, National Bank Investments Inc. held 291.65 Fund securities for a value of \$3,231.36, which represented close to 0.0004% of the net asset value of the Fund at that date. Transactions between National Bank Investments Inc. and the Fund were carried out in the normal course of business and at the Fund's net asset value as at the transaction date.

As at December 31, 2019, National Bank Trust Inc. held 1.04 Fund securities for a value of \$12.30, which represented close to 0.0000% of the net asset value of the Fund at that date. Transactions between National Bank Trust Inc. and the Fund were carried out in the normal course of business and at the Fund's net asset value as at the transaction date.

Registered Plan Trust Services

NTC receives a fixed amount per registered account for services provided as trustee for registered plans.

Administrative and Operating Services

The provision of certain services was delegated by the Fund Manager, NBII, to National Bank Trust Inc. ("NBT"), a wholly-owned indirect subsidiary of the Bank. These include accounting, reporting and portfolio valuation services. The fees incurred for these services are paid to NBT by the Fund manager.

Management Fees

The Fund pays annual management fees to the Fund manager for its management services. The fees are calculated based on a percentage of the Fund's daily net asset value before applicable taxes and are paid on a monthly basis. A portion of the management fees paid by the Fund covers maximum annual trailer fees and sales commissions paid to brokers. The remainder of the management fees primarily covers investment management and general administration services. The breakdown of major services provided in consideration of the management fees, expressed as an approximate percentage of the management fees is as follows:

Series	Management Fees	Distribution	Others [†]
Series O	N/A**	—	100.00%

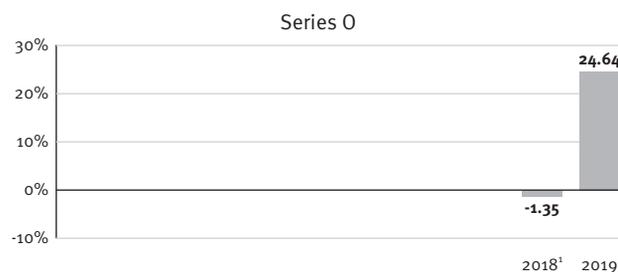
^(†) Includes all costs related to management, investment advisory services, general administration and profit.

Past Performance

The performance of each series of the Fund is presented below and calculated as at December 31 of each year. It assumes that all distributions made in the periods shown were reinvested in additional securities and does not take into account sales, redemption charges, distributions, or optional charges that would have reduced returns. Past performance of a series of a Fund does not necessarily indicate how it will perform in the future.

Annual Returns

The bar chart indicates the performance for the Fund's series during the years shown, and illustrates how the performance has changed from year to year. It shows, in percentage terms, how much an investment made on January 1 (or made commencing from the start of the series) would have grown or decreased by December 31 of that year, or by June 30, as applicable.



⁽¹⁾ Returns for the period from May 22, 2018 (commencement of operations) to December 31, 2018.

Annual Compounded Performance

The following table shows the Fund's annual compound returns for each series in existence greater than one year and for each of the periods ended on December 31, 2019, compared with the following benchmark:

- Morningstar® U.S. Large-Mid Index™

NBI U.S. Equity Index Fund

	1 year	3 years	5 years	10 years	Since inception
Series O¹	24.64%	—	—	—	13.68%
Benchmark	31.61%	—	—	—	22.18%

¹Commencement of operations: May 22, 2018

A discussion of the Fund's relative performance in comparison to the index (or indices) can be found in the *Results of Operations* Section of this report.

Index Description

The **Morningstar® U.S. Large-Mid Index™** provides a comprehensive depiction of the performance and fundamental characteristics of the large-and mid-cap segment of the U.S. stock market, while covering 90% of the largest companies in terms of market capitalization.

Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the accounting periods shown.

Series O

Net Assets per Unit⁽¹⁾

Commencement of operations: May 22, 2018

Accounting Period Ended	2019	2018
	December 31	December 31
Net Assets, Beginning of Accounting Period Shown ⁽⁴⁾	9.76	10.00
Increase (Decrease) from Operations (\$)		
Total revenue	0.22	0.12
Total expenses	—	—
Realized gains (losses)	0.10	—
Unrealized gains (losses)	2.25	(0.50)
Total Increase (Decrease) from Operations (\$) ⁽²⁾	2.57	(0.38)
Distributions (\$)		
From net investment income (excluding dividends)	0.01	0.01
From dividends	0.21	0.09
From capital gains	0.11	0.01
Return of capital	—	—
Total Annual Distributions (\$) ⁽³⁾	0.33	0.11
Net Assets, End of Accounting Period Shown (\$) ⁽⁴⁾	11.81	9.76

Ratios and Supplemental Data

Accounting Period Ended	2019	2018
	December 31	December 31
Total net asset value (000's of \$) ⁽⁵⁾	817,574	941,004
Number of units outstanding ⁽⁵⁾	69,203,510	96,411,102
Management expense ratio (%) ⁽⁶⁾	0.02	0.03
Management expense ratio before waivers or absorptions (%)	0.02	0.03
Trading expense ratio (%) ⁽⁷⁾	0.01	0.01
Portfolio turnover rate (%) ⁽⁸⁾	36.78	53.13
Net asset value per unit (\$)	11.81	9.76

Series PW*

^(*) Please note that this Series is offered by way of private placement.

Net Assets per Unit⁽¹⁾

Commencement of operations: May 22, 2018

Accounting Period Ended	2019	2018
	December 31	December 31
Net Assets, Beginning of Accounting Period Shown ⁽⁴⁾	8.54	10.00
Increase (Decrease) from Operations (\$)		
Total revenue	0.20	0.12
Total expenses	(0.01)	(0.01)
Realized gains (losses)	0.10	0.06
Unrealized gains (losses)	1.81	0.07
Total Increase (Decrease) from Operations (\$) ⁽²⁾	2.10	0.24
Distributions (\$)		
From net investment income (excluding dividends)	0.01	0.08
From dividends	0.18	0.69
From capital gains	0.11	0.55
Return of capital	—	—
Total Annual Distributions (\$) ⁽³⁾	0.30	1.32
Net Assets, End of Accounting Period Shown (\$) ⁽⁴⁾	10.34	8.54

Ratios and Supplemental Data

Accounting Period Ended	2019	2018
	December 31	December 31
Total net asset value (000's of \$) ⁽⁵⁾	2	1
Number of units outstanding ⁽⁵⁾	146	142
Management expense ratio (%) ⁽⁶⁾	0.04	0.11
Management expense ratio before waivers or absorptions (%)	1.56	0.59
Trading expense ratio (%) ⁽⁷⁾	0.01	0.01
Portfolio turnover rate (%) ⁽⁸⁾	36.78	53.13
Net asset value per unit (\$)	10.35	8.54

- ⁽¹⁾ This information is derived from the Fund's Annual Audited Financial Statements. The net assets per unit presented in the financial statements might differ from the net asset value calculated for fund pricing purposes. The differences are explained in the notes to the financial statements.
- ⁽²⁾ Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase or decrease from operations is based on the average number of units outstanding over the accounting period.
- ⁽³⁾ Distributions were paid in cash or reinvested in additional units of the Fund, or both.
- ⁽⁴⁾ The net assets are calculated in accordance with IFRS.
- ⁽⁵⁾ This information is provided as at the last day of the accounting period shown.
- ⁽⁶⁾ Management expense ratio is based on total expenses including sales taxes for the accounting period indicated (excluding commission, other portfolio transaction costs and withholding taxes) and is expressed as an annualized percentage of daily average net value during the accounting period.
- ⁽⁷⁾ The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net asset value during the accounting period. The trading expense ratio includes, if necessary, the trading expenses from its underlying funds, as described in Article 15.2 of Regulation 81-106.
- ⁽⁸⁾ The Fund's portfolio turnover rate indicates how actively the Fund portfolio's manager manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the accounting period. The higher a Fund's portfolio turnover rate in an accounting period, the greater the trading costs payable by the Fund in the accounting period, and the greater the chance of an investor receiving taxable capital gains in the accounting period. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.

Summary of Investment Portfolio

As of December 31, 2019

Portfolio Top Holdings

	% of Net Asset Value
Apple Inc.	4.2
Microsoft Corp.	4.1
Amazon.com Inc.	2.6
Facebook Inc., Class A	1.7
Berkshire Hathaway Inc., Class B	1.5
J. P. Morgan Chase & Co.	1.5
Alphabet Inc., Class A	1.4
Alphabet Inc., Class C	1.4
Johnson & Johnson	1.3
SPDR, S&P 500 ETF Trust	1.3
Procter & Gamble Co.	1.1
Visa Inc., Class A	1.1
AT&T Inc.	1.0
Bank of America Corp.	1.0
Exxon Mobil Corp.	1.0
Intel Corp.	0.9
MasterCard Inc., Class A	0.9
UnitedHealth Group Inc.	0.9
Verizon Communications Inc.	0.9
Walt Disney Co./The	0.9
Chevron Corp.	0.8
Home Depot Inc.	0.8
Merck & Co. Inc.	0.8
Coca-Cola Co.	0.7
Pfizer Inc.	0.7
	34.5

Net asset value\$817,575,601

Sector Allocation

	% of Net Asset Value
Information Technology	23.4
Health Care	14.0
Financials	13.1
Consumer Discretionary	10.2
Communication Services	10.0
Industrials	9.1
Consumer Staples	6.9
Energy	4.0
Utilities	3.3
Real Estate	3.1
Materials	2.8
Cash, Money Market and Other Net Assets	0.1

The above table shows the top 25 positions held by the Fund. In the case of a Fund with fewer than 25 positions, all positions are indicated.

The Summary of Investment Portfolio may change due to ongoing portfolio transactions of the investment Fund. A quarterly update is available. Please consult our Web site at www.nbinvestments.ca.